

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:)	
)	Chapter 11
)	
THE GREAT ATLANTIC & PACIFIC TEA)	Case No. 10-24549 (RDD)
COMPANY, INC., <i>et al.</i>)	
)	
Debtors.)	Jointly Administered
)	

**ORDER EXTENDING THE DEBTORS' EXCLUSIVE PERIODS TO
FILE AND SOLICIT VOTES FOR A CHAPTER 11 PLAN
PURSUANT TO SECTION 1121(d) OF THE BANKRUPTCY CODE**

Upon the third motion (the “*Motion*”)¹ of The Great Atlantic & Pacific Tea Company, Inc. (“*A&P*”) and certain of its affiliates, as debtors and debtors in possession (collectively, the “*Debtors*”) for the entry of an order (this “*Order*”) extending the Exclusive Filing Period through June 12, 2012, and the Exclusive Solicitation Period through August 12, 2012, all as more fully set forth in the Motion; and the Court having jurisdiction to consider the Motion and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334; and consideration of the Motion and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and venue being proper pursuant to 28 U.S.C. §§ 1408 and 1409; and there being due and sufficient notice of the Motion; and there being no opposition to the requested relief; and upon the record of the hearing held by the Court on the Motion on January 24, 2012; and it appearing that the relief requested in the Motion and granted herein is in the best interests of the Debtors’ estates, their creditors, and other parties in interest; and after due deliberation and sufficient cause appearing therefor, it is HEREBY ORDERED THAT:

1. The Motion is granted to the extent set forth herein.

¹ Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Motion.

2. Pursuant to section 1121(d) of the Bankruptcy Code, the Exclusive Filing Period is extended through and including June 12, 2012.

3. Pursuant to section 1121(d) of the Bankruptcy Code, the Exclusive Solicitation Period is extended through and including August 12, 2012.

4. The terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

5. The Court retains jurisdiction with respect to all matters arising from or related to the implementation of this Order.

Dated: White Plains, New York
January 27, 2012

/s/Robert D. Drain
United States Bankruptcy Judge